

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BLOCKCHAIN MINING SUPPLY AND
SERVICES LTD.,

Plaintiff,

—against—

SUPER CRYPTO MINING, INC. n/k/a
DIGITAL FARMS, INC. and DPW
HOLDINGS, INC. n/k/a AULT ALLIANCE,
INC.,

Defendants.

Civil Action No. 1:18-cv-11099-ALC

**DECLARATION OF RICHARD S.
MANDEL, ESQ. IN SUPPORT OF
PLAINTIFF’S OPPOSITION TO
DEFENDANTS’ MOTION FOR
SUMMARY JUDGMENT**

RICHARD S. MANDEL, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am an attorney admitted to practice before the Bar of this Court and am a shareholder in the firm of Cowan, Liebowitz & Latman, P.C., attorneys for Plaintiff Blockchain Mining Supply and Services Ltd. (“Plaintiff”). I submit this declaration in support of Plaintiff’s opposition to Defendants Super Crypto Mining, Inc. n/k/a Digital Farms, Inc.’s and DPW Holdings, Inc. n/k/a Ault Alliance, Inc.’s (together, “Defendants”) motion for summary judgment in order to bring before the Court certain deposition excerpts and exhibits relied on by Plaintiff in its opposition. I am familiar with the facts set forth in this declaration based on my personal knowledge and the documents attached hereto as exhibits.

2. Attached hereto as **Exhibit 1** is a true and correct copy of a Sale of Equipment Agreement between Bubalo 18 Trading Inc. (Plaintiff’s original name) and Backbone Hosting Solutions Inc., dated November 27, 2017, produced by Plaintiff at Bates numbers BMS 001355-1363.

3. On January 10, 2023, counsel for Defendants took the deposition of William Tencer, Plaintiff's President. Attached hereto as **Exhibit 2** are true and accurate copies of relevant excerpts from Mr. Tencer's deposition transcript that were not submitted by any of the parties in support of their respective summary judgment motions.

4. Attached hereto as **Exhibit 3** is a true and accurate copy of an email thread with, at its top, an email sent by Darren Magot to William Tencer on July 20, 2018, produced by Defendants at Bates numbers DEFENDANTS_003280-3286.

5. Attached hereto as **Exhibit 4** is a true and accurate copy of an email thread with, at its top, an email sent by William Tencer to Milton "Todd" Ault III on May 3, 2018, produced by Defendants at Bates numbers DEFENDANTS_002482-2486.

6. Attached hereto as **Exhibit 5** is a true and accurate copy of an email sent by Milton "Todd" Ault III to William Tencer on May 3, 2018, produced by Plaintiff at Bates numbers BMS000106.

7. Attached hereto as **Exhibit 6** is a true and accurate copy of a text message thread between Milton "Todd" Ault III and William Tencer, spanning May 3, 2018 until October 21, 2018, produced by Plaintiff at Bates numbers BMS 001340-1344.

8. Attached hereto as **Exhibit 7** is a true and accurate printout of the Entity Information and Entity Name History web pages for Ault Global Holdings, Inc., which was previously known as DPW Holdings, Inc. and is now known as Ault Alliance, Inc., retrieved from the New York Secretary of State's Division of Corporations' website on June 27, 2023.

9. On January 18, 2023, counsel for Defendants took the deposition of Yonah Kalfa, an individual who assisted Plaintiff in the transaction at issue in this case. Attached hereto as **Exhibit 8** are true and accurate copies of relevant excerpts from Mr. Kalfa's deposition transcript

that were not submitted by any of the parties in support of their respective summary judgment motions.

I DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT. EXECUTED ON AUGUST 15, 2023 AT NEW YORK, NEW YORK.

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RICHARD S. MANDEL